(Company No.: 21338-W) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 30 JUNE 2014

	Ci Curre Yea Quari		ENT QUARTER Preceding Year Corresponding Quarter	CUMULA Current Year To Date	TIVE QUARTER Preceding Year Corresponding Period
	Note	30.06.2014 ( RM'000 ) Unaudited	30.06.2013 ( RM'000 ) Unaudited	30.06.2014 ( RM'000 ) Unaudited	30.06.2013 ( RM'000 ) Unaudited
Revenue		87,001	69,654	166,471	136,605
Cost of Sales		(78,885)	(60,811)	(151,228)	(119,427)
Gross Profit		8,116	8,843	15,243	17,178
Other Income		315	200	631	391
Operating Expenses		(5,518)	(4,344)	(11,373)	(8,630)
Finance Costs		(809)	(185)	(1,630)	(349)
Profit before Taxation	10	2,104	4,514	2,871	8,590
Taxation	21	(417)	(702)	(685)	(1,257)
Profit for the Period		1,687	3,812	2,186	7,333
Other Comprehensive Income, Net of Tax					
Foreign Currency Translation Differences for Foreign Operations	S	(3,517)		(4,220)	3,246
Actuarial Loss recognised on Defined Benefit Plan		(3,517)	2,297	(4,220)	(27) 3,219
Total Comprehensive Income for the Period		(1,830)	6,109	(2,034)	10,552
Profit Attributable to : Owners of the Company		1,687	3,812	2,186	7,333
Total Comprehensive Income Attributable to : Owners of the Company		(1,830)	6,109	(2,034)	10,552
Earnings per Share Basic ( Sen )		2.81	6.35	3.64	12.22

( The Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.)

(Company No.: 21338-W) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2014

	Note	AS AT CURRENT YEAR ENDED 30.06.2014 RM'000 Unaudited	AS AT PRECEDING YEAR ENDED 31.12.2013 RM'000 Audited
Non-current Assets Property, plant and equipment Investment properties Land use rights Intangible assets Other assets  Current Assets Inventories Trade and other receivables Amount due from related company Cash and cash equivalents		139,583 5,879 11,002 2,466 1,739 160,669 33,526 84,572 903 6,756 125,757	142,921 5,950 11,634 2,400 4,298 167,203 34,297 80,139 1,089 12,620
Total Assets		286,426	295,348
Equity and Liabilities Equity attributable to owners of the parent: Share capital Share premium Other reserves Retained earnings Total Equity	22	60,023 24 (4,157) 79,268 135,158	60,023 24 63 81,584 141,694
Non-current liabilities Retirement benefit obligations Loans and borrowings Deferred tax liabilities	24	948 49,110 6,360 56,418	903 46,805 6,369 54,077
Current Liabilities Provisions for solid waste disposal Trade and other payables Amount due to holding company Retirement benefit obligations Loans and borrowings Derivative financial liabilities Tax payable	24	13 55,261 7,849 843 26,937 3,731 216 94,850	19 57,007 5,815 843 31,049 4,749 95
Total Liabilities		151,268	153,654
Total Equity and Liabilities		286,426	295,348
Net Assets per Share (RM)		2.25	2.36

( The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.)

(Company No.: 21338-W) (Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 JUNE 2014

			e to Owners of ributable	the Company Distributable	
	Share Capital	Share Premium	Exchange Reserve	Retained Earnings	Total
	(RM'000)	(RM'000)	( RM'000 )	(RM'000)	(RM'000)
At 1 January 2014	60,023	24	63	81,584	141,694
Profit for the period	-	-	-	2,186	2,186
Other comprehensive loss	-	-	(4,220)	-	(4,220)
Total comprehensive income/(loss)	-	-	(4,220)	2,186	(2,034)
Dividends	-	-	-	(4,502)	(4,502)
At 30 June 2014	60,023	24	(4,157)	79,268	135,158
	Share	Non-dist Share	ributable Exchange	the Company Distributable Retained	
	Capital (RM'000)	Premium (RM'000)	Reserve (RM'000)	Earnings (RM'000)	Total ( RM'000 )
At 1 January 2013	60,023	24	(4,299)	74,455	130,203
Profit for the period	-	-	-	7,333	7,333
Other comprehensive income/(loss)	_	-	3,246	(27)	- 3,219

( The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.)

24

60,023

3,246

(1,053)

7,306

81,761

10,552

140,755

Total comprehensive income

Dividends

At 30 June 2013

(Company No.: 21338-W) (Incorporated in Malaysia)

# CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW FOR THE QUARTER ENDED 30 JUNE 2014

	6 Months ended 30.06.2014 (RM'000) Unaudited	6 Months ended 30.06.2013 ( RM'000 ) Unaudited
CASH FLOWS FROM OPERATING ACTIVITIES Receipt from customers Payment to suppliers Cash generated from operations Interest paid Income tax paid Income tax refunded Net Cash generated from operating activities	159,811 (155,522) 4,289 (1,630) (1,321) - 1,338	136,935 (118,018) 18,917 (350) (1,680) 154 17,041
CASH FLOWS FROM INVESTING ACTIVITIES Proceeds from disposal of property, plant and equipment Purchase of property, plant and equipment Interest received Net Cash used in investing activities	64 (5,393) 246 (5,083)	(39,034) 31 (39,003)
CASH FLOW FROM FINANCING ACTIVITIES Inter-company advance Drawdown of bank borrowings Repayment of borrowings Dividends paid Net Cash (used in)/generated from financing activities	2,089 5,571 (6,827) (4,502) (3,668)	2,358 28,594 (8,838) - 22,114
Net decrease in cash and cash equivalents	(7,414)	152
Effects of Exchange Rate Changes	1,550	1,113
Cash and cash equivalents at 1 January	12,620	12,843
Cash and cash equivalents at 30 June	6,756	14,108
Cash and cash equivalents at 30 June comprise the following :-		
Cash and bank balances Short term deposits	6,702 54 6,756	12,445 1,663 14,108

( The Condensed Consolidated Statement of Cash Flow should be read in conjunction with the audited financial statements for the year ended 31 December 2013 and the accompanying explanatory notes attached to the interim financial statements.)

FOR THE QUARTER ENDED 30 JUNE 2014

#### Part A: Explanatory Notes Pursuant to MFRS 134

## 1 Basic of Preparation

The Interim Financial Statements are unaudited and have been prepared in accordance in accordance with Malaysian Financial Reporting Standards (MFRS), International Financial Reporting Standards (IFRS) and the requirements of the Companies Act, 1965 in Malaysia and complied with MFRS 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

This report should be read in conjunction with the audited financial statements for the financial year ended 31 December 2013. The explanatory notes attached to the condensed report provide an explanation of the events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the year ended 31 December 2013.

## 2 Significant Accounting Policies

## 2.1 Adoption of Standards, Amendments and Issue Committee (IC) interpretation

The Group adoption the following Standards, Amendments and IC Interpretations:-

Amendments to MFRS 10 : Consolidated Financial Statements: Investment Entities

Amendments to MFRS 12 : Disclosure of Interests in Other Entities: Investment Entities

Amendments to MFRS 127 : Separate Financial Statements: Investment Entities

Amendments to MFRS 132 : Financial Instruments: Presentation - Offsetting Financial Assets and

Financial Liabilities

Amendments to MFRS 136 : Impairment of Assets - Recoverable Amount Disclosures for

Non-Financial Assets

Amendments to MFRS 139 : Novation of Derivatives and Continuation of Hedge Accounting

IC Interpretations 21 : Levies

The adoption of the above pronouncements did not have any impact on the financial statements of the Group.

#### 2.2 MFRSs, Amendments to MFRS and IC Interpretation Issued But Not Yet Effective

As at the date of authorisation of this report, the following Standards were issued but not yet effective and have not been adopted by the Group:

MFRS 9 : Financial Instruments (Hedge Accounting and amendments to MFRS 7,

MFRS 9 and MFRS 139

Amendments to MFRS 119 : Defined Benefit Plans: Employee Contributions

Annual Improvements to MFRSs 2010 - 2012 Cycle Annual Improvements to MFRSs 2011 - 2013 Cycle

The Group will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any material effect to the financial statements of the Group upon their initial application.

#### 3 Declaration of Audit Qualification

The financial statements for the year ended 31 December 2013 were not subject to any qualifications.

## Part A: Explanatory Notes Pursuant to MFRS 134

#### 4 Seasonal or Cyclical Factors

The business operations of the Group were not affected by any seasonal or cyclical factors.

## 5 Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no items affecting assets, liabilities, equity, net income or cash flow that were unusual because of their nature, size or incidence.

### 6 Changes in Estimates

There were no changes in estimates of amounts reported in prior interim periods of the current financial year or in prior financial years that have a material effect in the current financial period.

#### 7 Issuance, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

There were no issuance, cancellation, repurchases, resale and repayments of debt and equity securities for the current financial period.

#### 8 Dividends Paid

A first and final single-tier tax exempt dividend of 7.5% (7.5 sen per ordinary share) amounting to RM4.502 million in respect of the year ended 31 December 2013 which was approved at the Company's Annual General Meeting was paid on 6 May 2014.

### 9 Segmental Reporting

Segmental result for the period ended 30 June 2014 are as follows:-

_	Malaysia RM'000	Vietnam RM'000	Elimination RM'000	Consolidated RM'000
Revenue and Expenses External sales	47,987	120,062	(1,578)	166,471
Result Segment results Other income Finance costs Profit before taxation Taxation Profit for the period to date	(1,072) 543	4,942 204	- (116) - -	3,870 631 (1,630) 2,871 (685) 2,186
Assets and Liabilities Segment assets Unallocated corporate assets Consolidated total assets	83,460	200,626	(35) - =	284,051 2,375 286,426
Segment liabilities Unallocated corporate liabilities Consolidated total liabilities	(95,975)	(103,863)	54,930 - =	(144,908) (6,360) (151,268)
Other Information Capital Expenditure Depreciation Non-cash expenses other than depreciation	3,263 1,007 341	2,130 3,889 -	- -	5,393 4,896 341

## Part A: Explanatory Notes Pursuant to MFRS 134

#### 10 Profit before taxation

The following amounts have been included in arriving at profit before tax:

	Quarter Ended		Financial period to date
	30.06.2014	30.06.2013	30.06.2014 30.06.2013
	RM'000	RM'000	RM'000 RM'000
Depreciation and amortisation	2,460	1,501	4,896 2,909
Derivative financial (gain)/loss	(601)	84	(1,018) 592
Foreign exchange loss/(gain)	974	20	995 (301)
Provision for solid waste disposal	66	50	88 99
Interest expense	809	125	1,630 350
Interest income	(125)	(21)	(252) (32)
Dividend income	(2)	-	(2) -
Rental income from investment			
property	(188)	(180)	(377) (360)

## 11 Valuation of Property, Plant and Equipment

There was no revaluation carried out on property, plant and equipment during the period under review.

## 12 Material Events Subsequent to the End of the Interim Period

Except as stated in Note 13, there were no material events subsequent to the end of the interim period reported that have not been reflected in the financial statements.

#### 13 Changes in the Composition of the Group

On 7 July 2014, the Company announced the incorporation of a new subsidiary in the Republic of Indonesia, known as PT. KJ Box-Pak, with an authorised share capital of USD1,200,000.00 comprising 1,200,000 ordinary shares of USD1.00 each. Its issued and paid-up share capital shall be USD1,200,000.00 with the Company holding 99% and the remaining 1% by Kian Joo Can Factory Berhad, the Company's holding company.

Its intended principal activity is the manufacture of corrugated cartons. It has yet to commence operations.

The aforesaid incorporation of subsidiary is not expected to have any material effect on the financial results and financial position of the Group for the financial year ending 31 December 2014.

Apart from the above, there were no changes in the composition of the Group.

## 14 Capital Commitments

The amount of capital commitments as at 30 June 2014 is as follows;

Financial
Period to date
30.06.2014
RM'000
20,904

Approved and contracted for

## Part A: Explanatory Notes Pursuant to MFRS 134

## 15 Changes in the Contingent Liabilities or Contingent Assets

There were no contingent liabilities or contingent assets at balance sheet date.

## **16 Related Party Transactions**

	Financial Period to date 30.06.2014
	RM'000
Sales to holding company	128
Sales to related companies	1,969
Sales to other related parties	667
Rental paid to holding company	4

The related parties and their relationship with the Group are as follows: -

Related parties	Relationship
Kian Joo Can Factory Berhad	Holding company
Federal Metal Printing Factory, Sdn. Berhad	Related company
Kian Joo Canpack Sdn. Bhd.	Related company
Kian Joo Canpack (Shah Alam) Sdn. Bhd.	Related company
Kian Joo Packaging Sdn. Bhd.	Related company
KJ Can (Johore) Sdn. Bhd.	Related company
KJ Can (Selangor) Sdn. Bhd.	Related company
KJM Aluminum Can Sdn. Bhd.	Related company
Kian Joo Can (Vietnam) Co., Ltd.	Related company
Aik Joo Can Factory Sdn. Berhad	Subsidiary of the major shareholder
F & B Nutrition Sdn. Bhd.	Subsidiary of the major shareholder
Kian Joo-Visypak Sdn. Bhd.	Joint-venture of holding company

The above transactions were entered into in the normal course of business on terms that the Directors consider comparable to those transactions entered with third parties.

**UNAUDITED RESULTS** 

FOR THE QUARTER ENDED 30 JUNE 2014

## Part B: Explanatory Notes Pursuant to Main Market Listing Requirements of Bursa Malaysia Securities Berhad

#### 17 Review of Performance

## 2nd Quarter 2014 (2Q14) vs 2nd Quarter 2013 (2Q13)

For the 2Q14, the Group's revenue was RM87.0 million, an increase of 25% from RM69.7 million recorded in 2Q13. The increase in revenue is contributed by increase in revenue from existing plant in Ho Chi Minh and contribution from new plants in Hanoi and Johore.

Despite higher revenue, profit before tax contracted by RM2.4 million to RM2.1 million as compared to RM4.5 million in 2Q13. The decline in profit was attributable to margin compression in the existing plant due to stiff competition, higher finance cost and also operating loss incurred in new plants in Hanoi and Johore.

#### Financial period ended 30 June 2014 (YR 2014) vs Financial period ended 30 June 2013 (YR 2013)

For the YR 2014, the Group's revenue was RM166.5 million, an increase of 22% from RM136.6 million recorded in YR 2013. The increase in revenue is contributed by increase in revenue from existing plant in Ho Chi Minh and contribution from new plants in Hanoi and Johore.

Despite higher revenue, profit before tax contracted by RM5.7 million to RM2.9 million as compared to RM8.6 million in YR 2013. The decline in profit was attributable to margin compression in the existing plant due to stiff competition and also operating loss incurred in new plants in Hanoi and Johore and higher finance cost.

#### 18 Comparison with Immediate Preceding Quarter

For the quarter ended 30 June 2014, the Group's net revenue was lower by 9% to RM87 million as compared to RM79.5 million registered in the immediate preceding quarter.

The Group's profit before taxation improved by RM1.3 million to RM2.1 million as compared to RM0.8 million in the preceding quarter, mainly attributed from higher revenue and lower operating loss in the new plants.

## 19 Current Year Prospects

The Group continues to face challenges from its competitors in Malaysia and Vietnam to maintain and increase its market share. The Group is also facing challenges in managing rising cost of materials, electricity cost, interest and other operating cost. The increased volatility in foreign exchange rates, especially the US Dollars and Vietnam Dong also pose a risk to the Group's profitability.

The Group will continue to put in efforts to ensure that it will remain resilient and profitable.

## 20 Variance from Forecast Profit and Profit Guarantee

This is not applicable to the Group.

# Part B: Explanatory Notes Pursuant to Main Market Listing Requirements of Bursa Malaysia Securities Berhad

21 Taxation					
	Quarter Ended		Fi	nancial per	riod to date
	30.06.2014	30.06.2013	30.	.06.2014	30.06.2013
•	RM'000	RM'000		RM'000	RM'000
Income Tax					
- Current	(410)	(675)		(750)	(1,259)
- Over/(Under) provision in prior year	-	-		-	-
Deferred Taxation					
- Current	(7)	(27)		65	2
<ul> <li>Over/(Under) provision in prior year</li> </ul>	-				<u> </u>
	(417)	(702)		(685)	(1,257)

The effective tax rate for the financial period under review was higher than statutory tax rate in Malaysia as losses of loss making subsidiaries were not off-set against the profit earned by other subsidiaries.

## 22 Retained Earnings

· ·	As at	As at
	30.06.2014	31.12.2013
	RM'000	RM'000
Total retained earnings of Group:		
Realised	50,518	52,690
Unrealised	28,462	28,368
	78,980	81,058
Less: Consolidation adjustment	288	526
Total Group retained earnings as per Consolidated Accounts	79,268	81,584

## 23 Status of Corporate Proposals

There were no corporate proposal announced for the financial period under review.

## 24 Loans and Borrowings

Total Group unsecured borrowings are as follows:

	As at	As at
	30.06.2014	31.12.2013
	RM' 000	RM' 000
Trade facilities - denominated in USD	-	703
Trade facilities - denominated in MYR	16,900	16,000
Trade facilities - denominated in VND	5,038	7,457
Term Loan - denominated in MYR	2,319	2,438
Term Loan - denominated in USD	2,680	4,451
Short term borrowing	26,937	31,049
Term Loan - denominated in USD	6,736	8,040
Term Loan - denominated in MYR	42,374	38,765
Long term borrowing	49,110	46,805
Total Borrowings	76,047	77,854

**UNAUDITED RESULTS** 

FOR THE QUARTER ENDED 30 JUNE 2014

# Part B: Explanatory Notes Pursuant to Main Market Listing Requirements of Bursa Malaysia Securities Berhad

## 25 Material Litigation

On 7 May 2014, the Ex-Managing Director of the Company, Dato' See Teow Guan ("Plaintiff") (acting in a personal capacity and in a representative capacity on behalf and for the benefit of the holding company, Kian Joo Can Factory Berhad), served a Writ of Summons and Statement of Claim to the following defendants:

- 1. Yeoh Jin Hoe ("YJH")
- 2. Chee Khay Leong ("CKL")
- 3. Aspire Insight Sdn Bhd ("Aspire")
- 4. Can-One Berhad ("Can-One")
- 5. Can-One International Sdn Bhd ("Can-One International")
- 6. Kian Joo Can Factory Berhad ("KJCF")
- 7. Box-Pak (Malaysia) Bhd ("the Company")

(collectively referred to as "the Defendants")

The Plaintiff's claims are as follows:

## Against KJCF, Can-One International, YJH and Aspire:-

- (i) a declaration that the letter of offer dated 26 November 2013 from Aspire to KJCF to acquire the entire business and undertaking including all of the assets and liabilities of KJCF ("Aspire Bid") is deemed a related party transaction by virtue of the interest in the proposed disposal of the entire assets and liabilities of KJCF to Aspire ("Proposed Disposal") of the following:-
  - (a) Can-One International, as a major shareholder of KJCF with an interest direct or indirect in Aspire;
  - (b) YJH, as a director of KJCF with an interest direct or indirect in Aspire;
  - (c) Aspire, as a person connected to Can-One and/or Can-One International within the meaning under the Main Market Listing Requirements ("Listing Requirements");
  - (d) Aspire, as a person connected with YJH within the meaning under the Listing Requirements;

## Against YJH:-

- (ii) A declaration that YJH is a person connected to CKL in relation to the Aspire Bid;
- (iii) A consequential order that YJH shall issue a written declaration to the board of directors and shareholders of KJCF before the general meeting convened for the Proposed Disposal ("EGM") that he is a person connected to CKL:

## Against CKL:-

- (iv) declaration that CKL is a person connected to YJH and Can-One in relation to the Aspire Bid;
- A consequential order that CKL shall issue a written declaration to the board of directors and shareholders
  of KJCF before the EGM that he is a person connected to YJH and Can-One;

**UNAUDITED RESULTS** 

FOR THE QUARTER ENDED 30 JUNE 2014

# Part B: Explanatory Notes Pursuant to Main Market Listing Requirements of Bursa Malaysia Securities Berhad

#### 25 Material Litigation (cont'd)

## Against YJH and CKL:-

- (vi) A declaration that YJH and CKL are in breach of their fiduciary duties as directors of KJCF;
- (vii) General and exemplary damages to be assessed by the Kuala Lumpur High Court ("High Court") and to be paid to KJCF;
- (viii) Interest on any such sum assessed and awarded by the High Court to KJCF at the rate of 5% per annum from the date of filing of this Court action until the date of full and final settlement;

#### Against KJCF:-

(ix) An order that KJCF, by its directors, officers, servants, agents or employees or any of them or otherwise howsoever, be restrained from allowing Can-One International from voting at any shareholders meeting and/or general meeting convened by KJCF to determine the Aspire Bid;

#### Against Aspire, Can-One and Can-One International:-

- (x) A declaration that Can-One International shall abstain from participating and/or deliberating and/or voting at any shareholders meeting and/or general meeting convened by KJCF to determine the Aspire Bid;
- (xi) Alternatively a declaration that any resolution(s) passed by the shareholders of KJCF in any shareholders meeting and/or general meeting convened by KJCF in relation to the Aspire Bid and in which Can-One International has participate and/or deliberated and/or voted, is null and void.

### Against the Company:-

- (xii) A declaration that the voting on Resolution 7 at the Annual General Meeting of the Company on 15 April 2014 is null and void;
- (xiii) An order that the Plaintiff be reinstated as a Director and/or Managing Director of the Company with immediate effect;
- (xiv) Alternatively, damages to be assessed by the High Court and to be paid to the Plaintiff;
- (xv) Interest on any such sum assessed and awarded by the High Court to the Plaintiff at the rate of 5% per annum from the date of filing of this Court action until the date of full and final settlement;

## Against YJH, CKL, Aspire, Can-One, Can-One International and Company:-

- (xvi) Costs; and
- (xvii) Such further and other relief(s) as the High Court deems fit and just.

At the case management on 31 July 2014, the High Court heard the Company's submission in respect of the striking out application and adjourned the hearing of the Plaintiff's submission in reply to 19 August 2014.

After hearing the submission by the Plaintiff's solicitors on 19 August 2014, the High Court adjourned the hearing to 29 August 2014, for the Defendants' reply.

Save for the above, there is no other pending material litigation against the Group for the financial period under review.

UNAUDITED RESULTS

FOR THE QUARTER ENDED 30 JUNE 2014

# Part B: Explanatory Notes Pursuant to Main Market Listing Requirements of Bursa Malaysia Securities Berhad

## 26 Dividends

The Board of Directors do not recommend the payment of any dividend for the financial period under review.

## 27 Earnings Per Share

The computation of earnings per share is as follows:-

	Quarter Ended		•	eriod to date
	30.06.2014	30.06.2013	30.06.2014	30.06.2013
Basic earnings per share				
Profit attributable to owners of the parent (RM'000)	1,687	3,812	2,186	7,333
Weighted average number of ordinary shares in issue ('000)	60,023	60,023	60,023	60,023
Basic earnings per share (sen)	2.81	6.35	3.64	12.22

## 28 Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 19th August 2014.

Batu Caves, Selangor. 19th August 2014